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**NASDAQ**

THE NASDAQ STOCK MARKET  
LISTING QUALIFICATIONS DEPARTMENT  
1111 HILL KNEWELL ROAD  
ROCKVILLE, MD 20850

Gary N. Sundick  
Vice President  
Listing Qualifications

By Facsimile and First Class Mail

December 12, 2007

Ms. Cecile Peters  
Chief, IT Services  
Division of Corporation Finance  
U.S. Securities and Exchange Commission  
100 F Street, N.E.  
Washington, D.C. 20549

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FINANCIAL

Dear Ms. Peters:

This is to certify that on December 12, 2007 The Nasdaq Stock Market (the "Exchange") received from Iron Leaf Capital Corporation (the "Registrant") a copy of the Registrant's application on Form 8-A 12(b) for the registration of the following security:

Common Stock, par value \$0.01 per share

We further certify that the security described above has been approved by the Exchange for listing and registration upon official notice of issuance.

We understand that the Registrant is seeking effectiveness of the Form 8-A 12(b) concurrently with effectiveness of its 1933 Act Registration Statement, and we hereby join in such request.

Sincerely,

*Gary N. Sundick*

END